VANESSA
WILLIAMS
THE REAL THING

Well, after nearly 2 years in the making, *The Real Thing* is finally finished! Or is it? As an artist, I never seem quite content with any production. The record making process is very emotional. I always strive for one more take, one more harmony part, one more mix idea. My initial musical direction for this Concord CD kept morphing from Brazilian, to torch songs, big band and R&B. And the constant postponing of the start date due to my television schedule was frustrating. So, just as all the music was agreed upon and the producers had been selected, they move my job to NY!

The Real Thing is a potpourri of breezy Latin rhythms, sultry jazz standards and dreamy pop sketches that started out being recorded in the San Fernando Valley, traveled across the country to Nashville and ended up in the wooded hills of Westchester County, NY. The title track was a favorite of mine from a Sergio Mendes album that my beloved father used to play back in the good old days. "The Real Thing" always made me feel happy. Singing it connects me to the childhood music I grew up on. Not to mention that one of my favorite artists of all time – Stevie Wonder – wrote it. Another one of my favorite singer/songwriters that my father used to play was Bill Withers. John Burk suggested I cover Bill's "Hello Like Before" and, to my surprise, while I was recording that track, Bill Withers walked into the studio with his daughter! I was so full of emotion when I saw him that I called my mom on my cell and burst into tears. I knew I was on the right path and singing the music I needed to at this point in my life. As hectic as my career is at times, this music that I had the opportunity to record is exactly what I need to connect me to my core.

—Vanessa

My sincere thanks to everyone for their patience while I tried to fit the pieces of my life into my new music.

To:

John Burk, thanks for being flexible, open and embracing my past history as a singer. You incorporated what I've had success with but were not afraid to embrace new ideas and direction. And, of course, thanks for waiting for me to juggle my many hats! Your label is warm, welcoming and inviting.

Jim Morey, thanks for bringing me to Concord Records and giving me the chance to make new music again. Your guidance along with Andrew Leff's efficiency kept this CD alive.

Keith Thomas took this project on an eternity ago! Thanks for sticking it out with me, flying across country and letting me finish up in your hometown. I always trust your ears, your talent and your fortitude.

Rob Mathes, thank you for letting me salsa, clap and hum my rhythm ideas like a mad woman. You felt it, you got it and you always get me. You made what I dreamt about a reality.

Kenny "Babyface" Edmonds for writing two great original pieces for me and knocking them both out in the studio between my two gay weddings that I attended that weekend. You brought your signature sound and added some vintage flavor that I adored singing.

Rex Rideout is new to my team and it was indeed a pleasure to work with you. You brought the R&B sensibility that is a big part of my history. Thanks for your musicality and involvement.

Gregg Field for letting us record in your beautiful home and, of course, your drumming.

Thanks to Wayne Warnecke for always plowing your driveway so we could record in your studio no matter what weather we were dealt.

Couldn't have achieved any of the above without the unceasing attention of my right hand, Brian Edwards. Not only do you keep everything running smoothly, but your honesty, enthusiasm and humor can get me through anything.

Of course, thanks to my loving family who always gives me inspiration. Thanks to my mom and dad for giving me the ability, training and appreciation for the wonderful world of music.

Very Special Thanks To: Kathi Mead, Brad Cafarelli, Ron Nash, Liz Germano, Theresa Crispo, Karen Gottlieb, Rita Berger, Liz Curtis, Sam Fine, Oscar James, Chuck Amos, Paolo Nieddu, Jackie Oknaian, Gilles Toucas and Mike Ruiz

1. **BREATHLESS** (4:49)
(Rex Rideout-Taj Jackson-Lauren Evans)
Uncle Buddie's Music/Notting Dale Songs, Inc. (ASCAP)/Rich Water Music/EMI April Music Inc. (ASCAP)/Laurel Krown Music (ASCAP)
Rex Rideout – keyboards and programming
Dean Parks – acoustic guitar
Michael Ripoll – additional acoustic guitar
Abraham Laboriel, Sr. – bass
Abe Laboriel, Jr. – drums
Michael White – percussion
Vanessa Williams & Lauren Evans – background vocals
Produced by Rex Rideout for Uncle Buddie's Music, Inc.
Strings arranged and conducted by Nicholas Lane
Strings contracted by Joe Soldo
Recorded by Rex Rideout at KAR Studio, Sherman Oaks, CA, Nathaniel Kunkle at NRG Recording, North Hollywood, CA and Seth Presant at G Studio Digital, Studio City, CA
Strings recorded by Bill Smith at Capitol Studio B, Hollywood, CA
Assistant Engineer – Bruce Monical
Strings Pro Tools Engineer – Paul Smith

2. **HELLO LIKE BEFORE** (4:26)
(Bill Withers-John Collins)
Golden Withers Music (ASCAP)
Keith Thomas – piano, Rhodes and programming
Dean Parks – classical guitar
Abraham Laboriel, Sr. – bass
Abe Laboriel, Jr. – drums
Eric Darken – percussion
Mike Haynes – trumpet solo
Produced and arranged by Keith Thomas for Levosia Entertainment, LLC
Strings arranged and conducted by Jorge Calandrelli
String music preparation – Brian Benson, Junko Tamura and Peter Tomashek
Strings contracted by Joe Soldo
Recorded by Nathaniel Kunkel at NRG Recording Studios, North Hollywood, CA
Assistant Engineers – Casey Lewis & Jonathan Crone
Vocals recorded by Seth Presant at G Studio Digital, Studio City, CA
Strings recorded by Bill Smith at Capitol Studio B, Hollywood, CA
Assistant Engineer – Bruce Monical
Strings Pro Tools Engineer – Paul Smith
Additional recording by Jonathan Crone at Willowbrooke Studios, Franklin, TN
Production coordination – Daryl Bush & Jonathan Crone

3. **LOVING YOU** (3:29)
(Kenny "Babyface" Edmonds-Carole Bayer Sager)
Songs of Universal, Inc./Faze 2 Music (BMI)/Begonia Melodies, Inc., administered by Songs of Universal, Inc. (BMI)
Michael Ripoll and Agape Jerry – guitars
Rob Lewis – piano
Ethan Farmer – bass
Garrett Smith, Miguel Gandelman & Ray Monteiro – The Movement Orchestra Horns
The Movement Orchestra Horns arranged by Rob Lewis
Produced by Kenny "Babyface" Edmonds
Recorded by Paul Boutin at Brandon's Way Recording, Los Angeles, CA

4. **JUST FRIENDS** (4:13)
(Kenny "Babyface" Edmonds)
Songs of Universal, Inc./Faze 2 Music (BMI)
Michael Ripoll – guitars
Kenny "Babyface" Edmonds – drum programming, keyboards, background vocals
Greg Phillinganes – piano
Reggie Hamilton – bass
Produced by Kenny "Babyface" Edmonds
Recorded by Paul Boutin at Brandon's Way Recording, Los Angeles, CA

5. **THE REAL THING** (5:10)
(Stevie Wonder)
Black Bull Muisic, Inc. (ASCAP)/Jobete Music Co., Inc. (ASCAP)
Rob Mathes – acoustic guitar and Rhodes
Ricky Gonzalez – piano, keyboards and programming
Carlos Henriquez – bass
Luisito Quintero – percussion
Ozzie Melendez – trombone
Raul Agraz – trumpet
Produced, arranged and conducted by Rob Mathes
Associate Producer – Ricky Gonzalez
Rhythm and horns contracted by Ozzie Melendez
Recorded by Alex Venguer at Legacy Recording Studios, New York, NY and Wayne Warnecke at Peaceful Waters Music, Pound Ridge, NY
Assistant Engineer – Don "Da Goods" Goodrick
Production Manager – Jill Dell'Abate

6. **LAZY AFTERNOON** (4:54)
(John Latouche-Jerome Moross)
Chappell & Co., Inc. c/o Warner Chappell Music, Inc. (ASCAP)/Sony/ATV Tunes LLC (ASCAP)
Rex Rideout – keyboards and programming
Michael Lang – Rhodes
Dean Parks – acoustic guitar
Michael Ripoll – additional acoustic guitar and solo
Abraham Laboriel, Sr. – bass
Abe Laboriel, Jr. – drums
Michael White – percussion
Vanessa Williams and Kimberly Brewer – background vocals
Produced and arranged by Rex Rideout for Uncle Buddie's Music, Inc.
Co-Arranger – Darrell Crooks
Strings arranged and conducted by Nicholas Lane
Strings contracted by Joe Soldo
Recorded by Rex Rideout at KAR Studio, Sherman Oaks, CA, Nathaniel Kunkle at NRG Recording, North Hollywood, CA and Seth Presant at G Studio Digital, Studio City, CA
Strings recorded by Bill Smith at Capitol Studio B, Hollywood, CA
Assistant Engineer – Bruce Monical
Strings Pro Tools Engineer – Paul Smith

7. CLOSE TO YOU (4:36)
(Bebel Gilberto-Guy Sigsworth)
Cherry Lane Music Publishing (ASCAP)/Universal PolyGram International (ASCAP)

Rob Mathes – acoustic guitar, piano and Rhodes
Ricky Gonzalez – keyboards and programming
Carlos Henriquez – acoustic and electric bass
Luisito Quintero – percussion
Vanessa Williams – background vocals
String Quartet – Elena Barere (1st violin), Katherine Livolsi (2nd violin), Vincent Lionti (viola) & Richard Locker (cello)
Produced, arranged and conducted by Rob Mathes
Associate Producer – Ricky Gonzalez
Rhythm contracted by Ozzie Melendez
Strings contracted by Jill Dell'Abate
Recorded by Alex Venguer at Legacy Recording Studios, New York, NY and Wayne Warnecke at Peaceful Waters Music, Pound Ridge, NY
Assistant Engineer – Don "Da Goods" Goodrick
Production Manager – Jill Dell'Abatee

8. I FELL IN (4:44)
(Philip Galdston-Shelea Frazier)
Kazzoom Music, Inc. c/o Kobalt Songs Music Publishing (ASCAP)

Keith Thomas – piano and programming
Dean Parks – classical guitar
Jonathan Crone – acoustic and electric guitars
Abraham Laboriel, Sr. – bass
Abe Laboriel, Jr. – drums
Eric Darken – percussion
Vanessa Williams – background vocals
Produced and arranged by Keith Thomas for Levosia Entertainment, LLC
Strings arranged and conducted by Jorge Calandrelli
String music preparation – Brian Benson, Junko Tamura & Peter Tomashek
Strings contracted by Joe Soldo
Recorded by Nathaniel Kunkel at NRG Recording Studios, North Hollywood, CA
Assistant Engineers – Casey Lewis & Jonathan Crone
Vocals recorded by Jonathan Crone at Willowbrooke Studios, Franklin, TN
Strings recorded by Bill Smith at Capitol Studio B, Hollywood, CA
Assistant Engineer – Bruce Monical
Strings Pro Tools Engineer – Paul Smith
Additional recording by Jonathan Crone at Willowbrooke Studios, Franklin, TN
Production coordination – Daryl Bush & Jonathan Crone

9. OCTOBER SKY – featuring Javier Colon (Duet Vocal) (4:25)
(Javier Colon-Evan Rogers-Carl Sturken)
Javier Cake c/o Roynet Music (ASCAP)/Bayjun Beat Music c/o Songs of Universal, Inc./Songs of Universal, Inc. (BMI)

Keith Thomas – piano and programming
Jonathan Crone – electric guitar
Craig Nelson – bass
Derrek Phillips – drums
Eric Darken – percussion
Produced and arranged by Keith Thomas for Levosia Entertainment, LLC
Strings arranged and conducted by Jorge Calandrelli
String music preparation: Brian Benison, Junko Tamura & Peter Tomashek
Strings contracted by Joe Soldo
Recorded by Bill Whittington & Jonathan Crone at Willowbrooke Studios, Franklin, TN
Strings recorded by Bill Smith at Capitol Studio B, Hollywood, CA
Assistant Engineer – Bruce Monical
Strings Pro Tools Engineer – Paul Smith
Production coordination – Daryl Bush & Jonathan Crone

10. COME ON STRONG (2:36)
(Sammy Cahn-Jimmy Van Heusen)
Cahn Music Co. c/o Warner Chappell Music, Inc. (ASCAP)/Edwin H. Morris & Co., Inc. c/o MPL Communications, Inc. (ASCAP)
Mike Lang – piano
Dean Parks – electric guitar
Dave Carpenter – bass
Gregg Field – drums
Gary Grant and Rick Baptist – trumpets
Alan Kaplan – trombone
Dan Higgins – alto sax
Pete Christlieb – tenor sax
Joel Peskin – baritone sax
Produced by Keith Thomas for Levosia Entertainment, LLC
Track, strings and horns arranged by Tom Scott
Strings conducted by Jorge Calandrelli
Strings contracted by Joe Sold
Recorded by Nathaniel Kunkel at NRG Recording Studios, North Hollywood, CA
Assistant Engineers – Casey Lewis & Jonathan Crone
Vocals recorded by Seth Presant at G Studio Digital, Studio City, CA
Strings and horns recorded by Bill Smith at Capitol Studio B, Hollywood, CA
Assistant Engineer – Bruce Monical
Strings and horns Pro Tools Engineer – Paul Smith
Additional recording by Jonathan Crone at Willowbrooke Studios, Franklin, TN
Production coordination – Daryl Bush & Jonathan Crone

11. IF THERE WERE NO SONG (4:29)
(Stephanie Lewis-Rob Mathes)
Chalante Music (ASCAP)/Maybe I Can Music (BMI)/River Oaks Music (BMI)
Rob Mathes – acoustic guitar and Rhodes
Ricky Gonzalez – piano, keyboards and programming
Carlos Henriquez – bass
Luisito Quintero – percussion
Ozzie Melendez – trombone
Raul Agraz – trumpet

Produced, arranged and conducted by Rob Mathes
Associate Producer – Ricky Gonzalez
Rhythm and horns contracted by Ozzie Melendez
Recorded by Alex Venguer at Legacy Recording Studios, New York, NY and Wayne Warnecke at Peaceful Waters Music, Pound Ridge, NY
Assistant Engineer – Don "Da Goods" Goodrick
Production Manager – Jill Dell'Abate

PRODUCED BY
KENNY "BABYFACE" EDMONDS, ROB MATHES,
REX RIDEOUT & KEITH THOMAS
EXECUTIVE PRODUCER: JOHN BURK
MIXED BY MICK GUZAUSKI AT BARKING DOCTOR STUDIO, MOUNT KISCO, NY
ASSISTANT ENGINEER: TOM BENDER
MASTERED BY ROBERT FRIEDRICH AT TELARC INTERNATIONAL, CLEVELAND, OH

STRING SECTION
VIOLINS: BRUCE DUKOV (CONCERTMASTER), REBECCA BUNNELL,
DARIUS CAMPO, ROBERTO CANI, RAYMOND KOBLER, JOHANA KREJCI,
NATALIE LEGGETT, PHILLIP LEVY, ROBIN OLSON, ALYSSA PARK,
KATIA POPOV, ANATOLY ROSINSKY, MARGARET WOOTEN
VIOLAS: BRIAN DEMBOW, ROLAND KATO, VICTORIA MISKOLCZY,
IRINA VOLOSHINA, DAVID WALTHER
CELLI: STEPHEN ERDODY, TREVOR HANDY, ARMEN KSAJIKIAN, CHRISTINA SOULE
HARP: GAYLE LEVANT

KENNY "BABYFACE" EDMONDS APPEARS COURTESY OF THE ISLAND DEF JAM MUSIC GROUP

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ART DIRECTION: ABBEY ANNA
PACKAGE DESIGN: MICHAEL GASSEL

MANAGEMENT: MMG MOREY MANAGEMENT GROUP

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Produced by: *Keith Thomas **Rob Mathes
***Kenny "Babyface" Edmonds ****Rex Rideout
Executive Producer: John Burk

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